

Successful A\$9.5M Placement

Highlights:

- Aeon receives commitments to raise A\$9.5 million (before costs) at an issue price of 5.8c
- Major shareholder, OCP Asia, investing A\$4.4 million, subject to shareholder approval
- Directors to participate for A\$100,000, subject to shareholder approval
- Share Purchase Plan (**SPP**) to raise up to a further A\$3.0 million

Aeon Metals Limited (ASX: AML) (**Aeon** or the **Company**) is pleased to advise that it has successfully secured commitments from sophisticated and professional investors via a two-tranche share placement to raise A\$9.5 million (**Placement**).

The Placement was well supported by new and existing shareholders, including participation by the Company's major shareholder, OCP Asia (**OCP**), following the recent OCP loan facility maturity extension (see Aeon ASX release dated 15 July 2021). OCP has subscribed for A\$4.4 million in the Placement, which is above its pro-rata position and a strong endorsement of Aeon's strategy moving forward.

All members of the Aeon Board subscribed for the Placement, comprising a total of A\$100,000. The participation of OCP and Aeon Board members is subject to shareholder approval which will be sought at an upcoming general meeting of shareholders expected to be held in August 2021.

The proceeds from the Placement are to be used for:

- Ongoing Pre-Feasibility Study (**PFS**) activities on the Walford Creek Cu/Co Project (PFS scheduled for completion in Q1 CY2022);
- Ongoing extensional and infill resource drilling at Walford Creek;
- New regional copper exploration activities;
- General working capital-; and
- Costs of the Placement and SPP.

All shares issued under the Placement will rank equally with existing fully paid ordinary shares in the Company as of the date of this announcement.

Canaccord Genuity (Australia) Limited and Bell Potter Securities acted as Joint Lead Managers to the Placement.

Managing Director and CEO, Dr Fred Hess, commented:

"I would like to welcome our new shareholders and I am delighted with the continued support of OCP and other existing shareholders. Aeon is currently advancing both its site drilling campaign and metallurgical testwork to support the Walford Creek PFS, which is expected to be completed during Q1 CY2022. We also intend to move quickly to commence a regional exploration program, primarily focussed on our substantial tenement package to the east of Walford Creek, the Basin Edge Project, and our tenements to the west of Mt Isa, prospective for IOCG and sedimentary copper style targets."

Placement

The Placement will be undertaken in two tranches:

- The issue of 86,206,898 shares at \$0.058 per share, raising a total of A\$5.0 million before costs, utilising Aeon's existing placement capacity with 17,039,926 shares to be issued under ASX Listing Rule 7.1 and 69,166,972 shares to be issued under 7.1A (**First Tranche**); and
- The issue of 77,586,207 shares at \$0.058 per share, raising a total of A\$4.5 million before costs (**Second Tranche**).

The issue price of 5.8 cents per share under the Placement represents:

- A 20.6% discount to the last closing price of Aeon's shares on ASX on 14 July 2021 of \$0.073 per share (the last day of trading before the announcement of the Placement and SPP); and
- A 21.0% discount to the 5-day VWAP of \$0.073 per share.

Share Purchase Plan

The Company is offering existing eligible shareholders the opportunity to apply for shares at the same issue price as the Placement (\$0.058 per share) via a Share Purchase Plan (**SPP**). The SPP aims to raise up to \$3.0 million and is not underwritten. Under the SPP, the Company will issue approximately 51,724,138 shares (subject to rounding) utilising its existing placement capacity under ASX Listing Rule 7.1. Aeon may (in its absolute discretion) scale-back applications, to the extent and in the manner it sees fit, if total demand exceeds \$3.0 million.

The SPP will be open to those shareholders of the Company on the share register as of the Record Date (16 July 2021) and with a registered address in Australia or New Zealand (**Eligible Shareholders**).

Eligible Shareholders wishing to participate in the SPP should carefully read the SPP Offer Booklet which is expected to be dispatched on or around Wednesday, 28 July 2021. Copies of the SPP Offer Booklet will be available on the Company's ASX website.

The SPP is currently scheduled to close on Wednesday, 18 August 2021 however, the timetable is subject to change and therefore shareholders are encouraged to lodge their applications ahead of the advertised Closing Date.

Indicative Timetable*

Event	Date
Record Date for SPP	7.00pm (Sydney time), Friday, 16 July 2021
Announcement of Placement and SPP	Monday, 19 July 2021
Settlement of Placement under the First Tranche	Friday, 23 July 2021
Allotment Date of Placement shares	Monday, 26 July 2021

First Tranche of Placement shares commence trading	Tuesday, 27 July 2021
Dispatch of holding statements or share certificates of First Tranche Placement shares	Wednesday, 28 July 2021
SPP Opening Date and Dispatch of SPP Offer Booklet	Wednesday, 28 July 2021
SPP Closing Date	Wednesday, 18 August 2021
Announcement of Results of SPP	Monday, 23 August 2021
Issue of SPP shares	Tuesday, 24 August 2021
SPP Shares commence trading	Wednesday, 25 August 2021
Dispatch of holding statements or share certificates of SPP shares	Wednesday, 25 August 2021
Shareholder's meeting (to issue the Placement shares under the Second Tranche)	August 2021
Allotment Date of Placement shares under the Second Tranche	August 2021
Second Tranche of Placement shares commence trading	August 2021
Dispatch of holding statements or share certificates of Second Tranche Placement shares	August 2021

** Note: The dates set out in the timetable above are indicative only and are subject to change without notice. Any change in the timetable does not affect the rights or obligations an investor or shareholder has as a result of accepting an allocation in the Placement or the SPP Offer.*

This ASX release has been authorised by the Aeon Board:

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ABOUT AEON METALS

Aeon Metals Limited (**Aeon**) is an Australian based mineral exploration and development company listed on the Australian Securities Exchange (ASX: AML). Aeon holds a 100% ownership interest in the Walford Creek Polymetallic Project (**Walford Creek Project**) located in north-west Queensland, approximately 340km to the north north-west of Mount Isa.

Aeon completed a Scoping Study in June 2021 on the development of a 3.0Mtpa open pit and underground mining operation at the Walford Creek Project producing approximately 243kt copper and 33kt cobalt (plus zinc, silver and nickel) for sale to global metal markets. A Pre-Feasibility Study is targeted for completion in Q1 CY2022.

For further detail in relation to the Scoping Study, refer to Aeon ASX release dated 30 June 2021, *Walford Creek Revised Scoping Study Results*. Aeon confirms that all the material assumptions underpinning the production target therein and the forecast financial information derived from the production target continue to apply and have not materially changed.